

RECEIVED
DEC 4 11 05 AM '69
I.C.C.
FEE OPERATION BR.

RECORDATION NO. 3781-J Filed & Recorded
DEC 4 1969 -11 55 AM
INTERSTATE COMMERCE COMMISSION

BILL OF SALE

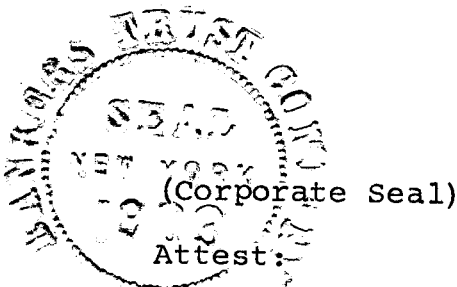
Bankers Trust Company, as Trustee (hereinafter called the Trustee) under the Equipment Trust Agreement dated April 15, 1966 (hereinafter called the Equipment Trust Agreement), between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the Company), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns the units of railroad equipment described in Exhibit B annexed hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 5th day of November, 1969.

BANKERS TRUST COMPANY

By *C. W. Blasey*
Vice President



A. B. Bury
Assistant Secretary

EXHIBIT B

DESCRIPTION OF RELEASED EQUIPMENT

	<u>Placed In Service</u>	<u>Cost</u>	<u>Cost Less 1/20th For Each Year In Service</u>	<u>Actual Fair Value</u>	<u>Fair Value</u>
30 Tank Cars, Class ICC 111 A 100 W1, initialled ACFX and numbered 81887 to 81899, 81904 to 81915 and 81919 to 81923 inclusive					
Per Car	Jan.1966	\$ 21,626	\$ 18,382	\$ 17,651	\$ 18,382
30 Cars	Jan. 1966	648,780	551,460	529,530	551,460
 1 Tank Car, Class ICC 111 A 100 W 1, initialled ACFX and numbered 86005					
	Sept.1965	\$ 19,320	\$ 15,456	\$ 15,686	\$ 15,686
					<hr/>
					\$567,146

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this 5th day of November, 1969, before me personally came **C. D. BLAKELY**, to me known, who, being by me duly sworn, says that he is a Vice President of Bankers Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

Christine Gerace
Notary Public
CHRISTINE GERACE
Notary Public, State of New York
No. 24-1407147
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1971